

**Date: October 18, 2014**

<b>To,</b> <b>BSE Limited</b> <b>25<sup>th</sup> Floor, P.J. Towers, Dalal</b> <b>Street,</b> <b>Mumbai-400 001</b>	<b>To,</b> <b>The Manager - Corporate Compliance</b> <b>National Stock Exchange of India Limited</b> <b>Exchange Plaza, Bandra Kurla Complex,</b> <b>Bandra (East)</b> <b>Mumbai- 400 051</b>
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**Sub: Quarterly compliance Report under Clause 35 of the Listing Agreement for the quarter ended on September 30, 2014.**

**REF: Flexituff International Limited (ISIN – INE060J01017), BSE Code-533638, NSE Scrip- FLEXITUFF**


Dear Sir/Madam,

Please find enclosed herewith Quarterly compliance Report under Clause 35 of the Listing Agreement for the quarter ended on September 30, 2014.

This is for your information and needful.

Thanking you.

Yours' sincerely  
For **Flexituff International Limited**

  
**D.K. Sharma**  
**Executive Director & CS**



Encl. As above

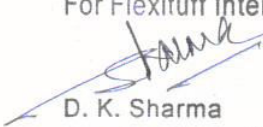
CIN: - L25202WB1993PLC111382

Regd. Office: 304, Diamond Prestige, 41-A, A.J.C. Bose Road, Kolkata- 700 017

Introductory sub-table (I)(a)

Name of the Company: Flexituff International Ltd			
Scrip Code, Name of the scrip, class of security: 533638, FLEXITUFF, EQUITY			
As on: 30.09.2014			
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by public	8656661	100	25.81
<b>Total</b>	<b>8656661</b>	<b>100</b>	<b>25.81</b>
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	33539467		

For Flexituff International Limited

  
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Statement Showing Shareholding Pattern as on 30/09/2014								
Category code	Category of Shareholder	Number of Shareholders	Table (I)(a)		Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialized form	As a percentage of (A+B) <sup>1</sup>	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(VIII)/(IV)*100
<b>(A)</b>	<b>Shareholding of Promoter and</b>							
<b>1</b>	<b>Indian</b>							
(a)	Individuals/ Hindu Undivided Family				0.00	0.00		0.00
(b)	Central Government/ State Government(s)				0.00	0.00		0.00
(c)	Bodies Corporate	8	7035038	7035038	28.27	28.27	2361861	33.57
(d)	Financial Institutions/ Banks				0.00	0.00		0.00
(e)	Any Others(Specify)				0.00	0.00		0.00
(e-i)					0.00	0.00		0.00
(e-ii)					0.00	0.00		0.00
	<b>Sub Total(A)(1)</b>	<b>8</b>	<b>7035038</b>	<b>7035038</b>	<b>28.27</b>	<b>28.27</b>	<b>2361861</b>	<b>33.57</b>
<b>2</b>	<b>Foreign</b>							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)				0.00	0.00		0.00
b	Bodies Corporate				0.00	0.00		0.00
c	Institutions				0.00	0.00		0.00
d	Qualified Foreign Investor				0.00	0.00		0.00
e	Any Others(Specify)				0.00	0.00		0.00
e-i					0.00	0.00		0.00
e-ii								
	<b>Sub Total(A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0</b>
	<b>Total Shareholding of Promoter and</b>	<b>8</b>	<b>7035038</b>	<b>7035038</b>	<b>28.27</b>	<b>28.27</b>	<b>2361861</b>	<b>33.57</b>
<b>(B)</b>	<b>Public shareholding</b>							
<b>1</b>	<b>Institutions</b>							
(a)	Mutual Funds/ UTI	1	271	271	0.00	0.00		
(b)	Financial Institutions/ Banks	2	1599203	1599203	6.43	6.43		
(c)	Central Government/ State Government(s)				0.00	0.00		
(d)	Venture Capital Funds				0.00	0.00		
(e)	Insurance Companies				0.00	0.00		
(f)	Foreign Institutional Investors	3	2450783	2450783	9.85	9.85		
(g)	Foreign Venture Capital Investors				0.00	0.00		
(h)	Qualified Foreign Investor				0.00	0.00		
(i)	Any Other (specify)				0.00	0.00		
(i-ii)					0.00	0.00		
(i-ii)								
	<b>Sub-Total (B)(1)</b>	<b>6</b>	<b>4050257</b>	<b>4050257</b>	<b>16.28</b>	<b>16.28</b>	<b>0</b>	<b>0</b>
<b>B 2</b>	<b>Non-institutions</b>							
(a)	Bodies Corporate	82	8109823	8109823	32.59	32.59	4847158	59.77
(b)	Individuals				0.00	0.00		

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D. K. Sharma

Executive Director & Company Secretary



I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	741	154557	154554	0.62	0.62	1	0.00
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.	15	490097	490097	1.97	1.97	25000	5.10
(c)	Qualified Foreign Investor				0.00	0.00		
(d)	Any Other (specify)- Directors / Relatives	2	19000	19000	0.08	0.08		
(d-i)	Clearing Member	29	441924	441924	1.78	1.78	1830	0.41
(d-ii)	Market Maker, office bearer	0	0	0	0.00	0.00		
	Foreign Nationals- NRI, Foreign Companies	16	4582110	3456315	18.41	18.41		
	<b>Sub-Total (B)(2)</b>	<b>885</b>	<b>13797511</b>	<b>12671713</b>	<b>55.45</b>	<b>55.45</b>	<b>4873989</b>	<b>35.33</b>
(B)	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>891</b>	<b>17847768</b>	<b>16721970</b>	<b>71.73</b>	<b>71.73</b>	<b>4873989</b>	<b>27.31</b>
	<b>TOTAL (A)+(B)</b>	<b>899</b>	<b>24882806</b>	<b>23757008</b>	<b>100.00</b>	<b>100.00</b>	<b>7235850</b>	<b>29.08</b>
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0	0	0.00	0	0.00
2	Public		0	0	0	0.00	0	0
	<b>Sub-Total (C)</b>	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>	<b>0</b>	
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>899</b>	<b>24882806</b>	<b>23757008</b>		<b>100.00</b>	<b>7235850</b>	<b>29.08</b>

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(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Sr.	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A) + (B) + (C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	Kalani Industries Private Limited	3621730	14.56	1415130	39.07	5.69		0		0	10.80
2	Miscellani Global Private Limited	1359163	5.46	141643	10.42	0.57		0		0	4.05
3	High-Skey Properties Private Limited	1044775	4.20	732418	70.10	2.94		0		0	3.12
4	Sanovi Trading Private Limited	1009370	4.06	72670	7.20	0.20		0		0	3.01
<b>TOTAL</b>		<b>7035038</b>	<b>28.3</b>	<b>2361861</b>	<b>33.57</b>	<b>9.49</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>20.98</b>

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

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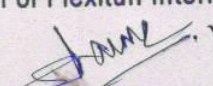


(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Clearwater Capital Partners Cyprus Limited	2228699	8.96			0	0.00	6.65
2	International Finance Corporation	1902173	7.64			2445652	28.25	12.96
3	Saurabh Properties Private Limited	1637905	6.58			0	0.00	4.88
4	TPG Growth II SF Pte. Ltd.	1227273	4.93			6211009	71.75	22.18
5	Life Insurance Corporation	1199203	4.82			0	0.00	3.58
6	Sunrise Properties Private Limited	958630	3.85			0	0.00	2.86
7	Seven Star Properties Private Limited	952470	3.83			0	0.00	2.84
8	Anshuman Properties Private Limited	940500	3.78			0	0.00	2.80
9	Fantasy Real Estates Private Limited	915800	3.68			0	0.00	2.73
10	Sorley Holdings Limited	653607	2.63			0	0.00	1.95
11	India Max Investment Fund Limited	537610	2.16			0	0.00	1.60
12	Ashika Global Securities Pvt.Ltd.	374367	1.50			0	0.00	1.12
13	General Insurance Corporation of India Ltd	400000	1.61			0	0.00	1.19
14	Ratangiri Vinimay Private Limited	333565	1.34			0	0.00	0.99
15	Angel Fire Holdings Limited	338000	1.36			0	0.00	1.01
16	Ajcon Commodities Brokers Ltd.,	497226	2.00			0	0.00	1.48
17	Ashika Stock Broking Ltd.	430092	1.73			0	0.00	1.28
18	Sunidhi Capital Pvt. Ltd	266000	1.07			0	0.00	0.79
<b>TOTAL</b>		<b>15793120</b>	<b>63.47</b>			<b>8656661</b>	<b>100</b>	<b>72.89</b>

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**(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	Clearwater Capital Partners Cyprus Limited	2228699	8.96			0	0	6.65
2	International Finance Corporation	1902173	7.64			2445652	100.00	12.96
3	Saurabh Properties Private Limited	1637905	6.58			0	0.00	4.88
<b>TOTAL</b>		<b>5768777</b>	<b>23.18</b>			<b>2445652</b>	<b>100</b>	<b>24.49</b>

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(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	Kalani Industries Private Limited	2206600	8.87
2	International Finance Corporation	1902173	7.64
4	Miscellani Global Private Limited	1217520	4.89
5	Sanovi Trading Private Limited	936700	3.76
<b>TOTAL</b>		<b>6262993</b>	<b>25.17</b>

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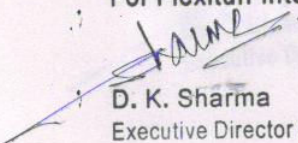
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(II)(a) Statement showing details of Depository Receipts (DRs) - NOT APPLICABLE

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1				0.00
2				0.00
3				0.00
4				0.00
5				0.00
6				0.00
7				0.00
8				0.00
9				0.00
				0.00
<b>TOTAL</b>		<b>0</b>	<b>0</b>	<b>0.00</b>

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(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "promoter/promoter group" are in excess of 1% of the total number of shares- NOT APPLICABLE

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1				0.00
2				0.00
3				0.00
4				0.00
5				0.00
6				0.00
7				0.00
8				0.00
9				0.00
<b>TOTAL</b>			<b>0</b>	<b>0.00</b>

For Flexituff International Limited

*[Signature]*  
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